

GOVERNMENT OF ANDHRA PRADESH
ABSTRACT

Prohibition & Excise Department – Andhra Pradesh State Beverages Corporation Limited - Implementation of welfare programmers – Different actions taken in respect of issuance of NCDs / Bonds in Series-I, II & III – Ratification – Orders – Issued.

REVENUE (EXCISE) DEPARTMENT

G.O.Ms.No.394

Dated 10.08.2023.
Read the following:-

1. GO Ms.No.301, Revenue (Excise) Department, dated 04.05.2022
2. GO Ms.No.386, Revenue (Excise) Department, dated 20.05.2022
3. GO Ms.No.415, Revenue (Excise) Department, dated 27.05.2022
4. Govt. Memo No.REV01-CPE0MISC/277/2021-Excise, dated:13.12.2022.
5. Govt. Memo No.REV01-CPE0MISC/277/2021-Excise, dated:03.02.2023.
6. GO Ms.No.194, Revenue (Excise) Department, dated 27.04.2023
7. From the CDB & MD, APSBCL eoffice file bearing Computer No. 1959647.
8. From the CDB & MD, APSBCL Letter No.APSBCL/F&A/NCDs/2023-24, Dated:29.05.2023.
9. Cabinet Resolution No.264/2023, Dated 25.07.2023 through Short Circulation.

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ORDER :-

In the reference 1st read above, orders were issued according permission to the A.P. State Beverages Corporation Limited, to offer for subscription, on private placement basis, to the eligible investors in the domestic financial market, secured, rated, listed redeemable, taxable, non-convertible Bonds under A.P. State Beverages Corporation Ltd., Bonds Series I 2021-22, in the nature of Debentures / Bonds of face value of Rs.10,00,000/- (Rupees Ten Lakhs only) each or multiple thereof up to a minimum of Rs.2,000 Cr. with Green Shoe option to retain oversubscription with total aggregate amount not exceeding Rs.12,000 Cr.

2. In the reference 3rd read above, orders were issued for increasing the borrowing limit of APSBCL by another Rs.12,000 crore and for providing Government guarantee in the form of tripartite agreement executed between the Government of Andhra Pradesh, issuer (APSBCL) and the debenture trustee i.e., M/s Beacon Trusteeship Limited for issuance of NCDs for Rs.12000.00 cr as per the SEBI Regulations and as per the conditions agreed by the Finance (Budget) Department Vide U.O.No.FIN01-BUGT0BL/1/2022-CDM (C.No.1730084), dt:19.05.2022 annexed to this order.

3. In the references 4th & 5th read above, based on the proposal of the Commissioner of Distilleries and Breweries & Managing Director, A.P. State Beverages Corporation Limited and recommendations of the 4-Member Committee, orders have been issued permitting the APSBCL to take up the proposals for arranging of part debt at a lesser cost for the issue of NCDs/Bonds from M/s IDBI Capital Markets & Securities Ltd., Mumbai, M/s Tipsons Consultancy Services Pvt. Ltd., Ahmedabad, Gujarat, and of M/s Capital Fortunes Ventures Private Limited, Hyderabad as the (3) agencies figure in the approved list of SEBI, with due diligence and financial propriety so as not to cause loss to Government.

4. In the reference 6th read above, orders were issued ratifying the action of Commissioner of Distilleries and Breweries & Managing Director, A.P. State Beverages Corporation Limited in issuance of Series-III unlisted NCDs/Bonds on private placement basis to the tune of Rs.6,500 Cr. and according permission for execution of Deed of Guarantee cum Undertaking between State Govt., as Guarantor, M/s.Beacon Trusteeship Limited, Mumbai as debenture trustee and APSBCL., as Issuer for the unlisted NCDs./Bonds worth of Rs.3,143.82 Cr. received on 31.03.2023 towards Series-III, out of issuance of unlisted NCDs./Bonds worth of Rs.6,500 Cr. as permitted by the Board, as per the conditions issued in annexure to G.O. 3rd read above.

P.T.O.

5. In the references 7th & 8th read above, the Commissioner of Distilleries & Breweries and Managing Director, Andhra Pradesh State Beverages Corporation Limited has furnished proposals for ratification of certain actions taken in respect of issuance of NCDs / Bonds in Series-I, II & III.

6. After careful examination, Government hereby ratify the following:-

- i) Orders issued vide Govt. Memo No.REV01-CPE0MISC/277/2021-Excise, dt.13.12.2022 and dt:03.02.2023 permitting the APSBCL basing on the recommendations of a 4-Member Committee constituted for this purpose to engage M/s IDBI Capital Markets & Securities Ltd., Mumbai, M/s Tipsons Consultancy Services Pvt. Ltd., Ahmedabad, Gujarat and M/s Capital Fortunes Ventures Private Limited, Hyderabad respectively for mobilizing funds through the issuance of NCDs / Bonds Series - II who have offered their services at a lesser cost.
- ii) Orders issued vide G.O.Ms.No.415, Revenue (Excise) Department dated 27.05.2022 increasing the borrowing limit by another Rs. 12,000 Cr. in supersession of the G.O.Ms.No.386, Revenue (Excise) Department dated 20.05.2022 duly modifying the conditions stipulated therein in public interest, r/w G.O.Ms.No.301, Revenue (Excise) Department dated 04.05.2022 according permission for issuance of NCDs/Bonds initially for an amount not exceeding Rs.12,000 Cr.
- iii) Orders issued vide G.O.Ms.No.194, Revenue (Excise) Department dt.27.04.2023 ratifying the action of Commissioner of Distilleries and Breweries & Managing Director, A.P. State Beverages Corporation Limited in issuance of Series-III unlisted NCDs/Bonds on private placement basis to the tune of Rs.6,500 Cr. and according permission for execution of Deed of Guarantee cum Undertaking between State Govt., as Guarantor, M/s.Beacon Trusteeship Limited, Mumbai as debenture trustee and APSBCL., as Issuer for the unlisted NCDs./Bonds worth Rs.3,143.82 Cr. received on 31.03.2023 towards Series-III, out of issuance of unlisted NCDs./Bonds worth Rs.6,500 Cr. as permitted by the Board, as per the conditions issued in G.O.Ms.No.415, Revenue (Excise) Department, dated:27.05.2022.

iv) Expenditure incurred in fund raising towards Series-I issue:-

Particulars	Amount (Rs.)
Trust Investment Advisors Pvt Ltd	1,41,11,85,600
India Rating for NCDs worth Rs.2000 Crores	11,80,000
India Rating for NCDs worth Rs.10000 Crores	59,00,000
Acuite Rating for NCDs worth Rs.2000 Crores	11,80,000
Acuite Rating for NCDs worth Rs.10000 Crores	47,20,000
CAMS	30,00,000
CAMS RCM GST	5,40,000
Beacon Acceptance Fee for NCDs worth Rs.12000 Cr.	12,98,000
Beacon Annuity Fee for NCDs worth Rs.12000 Cr.	15,42,082
Beacon Due Diligence Certificate	3,658
BSE Ltd - EBP Plat Form	76,700
Stamp Duty for Allotment of NCD	41,52,500
Corporate Action Fee to NSDL	44,250
Initial Listing Fee - BSE	23,600
Listing Process Fee - BSE	3,54,000
SEBI for Listing	5,000
CDSL - Joining Fee & Custody Fee	1,12,100
NSDL - Joining Fee & Custody Fee	73,750
Stamp Duty - Debenture Trust Deed, Net Revenue, Bond Servicing Agreement	2,07,000

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SEBI Exemption Fees	1,00,000
Beetal Financials	82,577
Total	1,43,57,80,817

- i. Rs. 23,60,000 paid to Crisil Rating for NCDs worth Rs.2000 Cr towards dual rating of the issuer. However, the rating has not been accepted as the Committee opined that the rating assigned by M/s. Crisil Rating is low when compared to other rating.
- ii. Rs. 25,00,000 deposited towards Recovery Expenses Fund as per SEBI Regulations and the same is returnable after the repayment of NCD / Bonds.
- v) Expenditure incurred in fund raising towards Series-II issue :-

Expenses	Amount (Rs.)
Stamp duty -CDSL	12,500.00
Stamp duty -NDSL	8,37,500.00
Corporate Action fee-CDSL	11,800.00
Corporate Action fee-NDSL	44,250.00
CDSL Same day credit	23,600.00
SEBI Fee	5,900.00
Annual Listing Fee	3,54,000.00
BSE EBP Fee	76,700.00
Stamp Papers	2,08,000.00
SEBI Listing Fee	1,18,000.00
Trust Investment Advisors Pvt Ltd	24,63,84,000.00
CAMS	8,26,000.00
Beetal Financials	82,576
Total	24,89,84,826.00

- vi) Expenditure incurred in fund raising towards Series-III issue :-

S. No	Description	Name of the agency engaged	Amount released in respect of work relating to Series-III Bonds (unlisted) (Rs.)
1	Debenture Trustee	M/s Beacon Trusteeship Limited, Mumbai for NCDs worth Rs.6500 Cr.	1,21,557
2	Registrar and Transfer Agent	M/s Beetal Financial and Computer Services Pvt. Ltd., New Delhi.	8,258
3	Credit Rating Agency	M/s India Ratings & Research Pvt. Ltd., Mumbai. for NCDs worth Rs.13000 Cr.	76,70,000
		M/s Acuite Ratings & Research Ltd., Mumbai. for NCDs worth Rs.13000 Cr.	61,36,000
4	Depository - ISIN	National Securities Depository Limited (NSDL) Stamp Duty	15,76,335
5	Stamp papers	Deeds and Agreements	2,08,000
Total			157,20,150
6	Legal Counsel	M/s Cyril Amarchand Mangaldas (CAMS)., Mumbai.	7,00,000 (yet to be released)

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- vii) Permission accorded for Reappointment/extension of contracts entered into with the intermediary agencies basing on the recommendations of 4-Member Committee for Series-III issue as detailed below

S.No	Description	Agency
1	Merchant Banker cum arranger	Trust Investment Advisors Pvt Ltd, Mumbai from 1.07.2022 to 31.12.2023.
2	Debenture Trustee	M/s Beacon Trusteeship Limited, Mumbai.
3	Registrar and Transfer Agent	M/s Beetal Financial and Computer Services Pvt. Ltd., New Delhi.
4	Credit Rating Agency	M/s India Ratings & Research Pvt. Ltd., Mumbai and M/s Acuite Ratings & Research Ltd., Mumbai.
5	Legal Counsel	M/s Cyril Amarchand Mangaldas (CAMS), Mumbai.
6	Depository - ISIN	National Securities Depository Limited (NSDL)

- viii) Permission accorded for engaging the services of agencies for future fund raising in case they are registered with SEBI and offer their services for a professional fee less than 1.20% on similar terms and conditions agreed upon with M/s. Trust Investment Advisors Pvt Ltd.
- ix) Opening of the following accounts for Series-I, II, III issues and subsequent series.
- APSBCL Net Revenue Account
 - APSBCL Debt Service Reserve Account
 - APSBCL Bond Servicing Account
 - APSBCL Subscription Account
 - Designated Demat Account

7. The tripartite agreement between Trustee, issuer & Guarantor was executed by the Finance department.

8. The Commissioner of Distilleries & Breweries and Managing Director, Andhra Pradesh State Beverages Corporation Limited shall take necessary action accordingly.

9. This order issues with the concurrence of Finance Department vide their U.O. Notes FIN01/BUGT0BL/1/2022-CDM,C.No.1730084, Dt:26.05.2022 and FIN01/BUGT0MISC/28/2021,C.No.1559053, Dt:26.04.2022 and also approval of the competent authority vide reference 9th read above.

(BY ORDER AND IN THE NAME OF THE GOVERNOR OF ANDHRA PRADESH)

Dr. RAJAT BHARGAVA
SPECIAL CHIEF SECRETARY TO GOVERNMENT

To

The Commissioner of Distilleries & Breweries and Managing Director, Andhra Pradesh State Beverages Corporation Limited, Vijayawada.

Copy to:

The General Administration (Cabinet) Department.

The Finance (FMU-Rev) Department.

The Commissioner of Prohibition & Excise, AP, Vijayawada.

The P.S. to Chief Secretary to Government.

The P.S. to Secretary to Chief Minister.

The P.S. to Deputy Chief Minister (Excise).

The P.S. to Special Chief Secretary to Government, Revenue (Excise) Department.

SF/SC.

//FORWARDED :: BY ORDER //

S.E. Arain
SECTION OFFICER.
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